

d/f

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK

-----X

DENNIS SPINA,

Plaintiff,

1:06-cv-0818 (Ross, J.)

-against-

DENTON JONES and CROSS COUNTRY
CAPITAL PARTNERS, LP,

Defendants, Interpleader
Plaintiffs, and Third-Party
Plaintiffs,

**ORDER AND
STIPULATION
AUTHORIZING
WITHDRAWAL
AND DISBURSEMENT
OF INTERPLEADER
DEPOSIT**

-against-

DENNIS SPINA, MARK HOTTON,
WQN INC., and OPPENHEIMER & CO., INC.,

Interpleader Defendants

-and-

MARK HOTTON, RAMESH AKELLA,
and PHOENIX CAPITAL CORP..

Third-Party Defendants

-----X

The parties hereto, having agreed to a consensual resolution of all disputes, hereby stipulate and agree to the entry of this Order authorizing the withdrawal and disbursement to the order of Signature Bank Account No. 1500615253 f/b/o WQN, Inc., the sum of one million nine thousand nine hundred fifteen and 46/100 (\$1,009,915.46) dollars, plus all interest earned thereon, previously deposited into an interest bearing account of this Court.

FROM : MINTZ & GOLD LLP

FAX NO. : 212+696+1231

May. 16 2006 02:23PM P3

The parties further stipulate and agree that this Order and Stipulation can be executed in counterparts, each of which shall be deemed an original, and that a faxed signature shall be deemed an original for purposes of this Order and Stipulation.

Dated: New York, New York
May 16, 2006

WROBEL & SCHATZ LLP

By: _____
Philip R. Schatz (PS 6158)
1040 Avenue of the Americas, 11th Floor
New York, New York 10018-2703
*Attorneys for Cross Country Capital
Partners LLP and Denton Jones*

SPENCE & DAVIS LLP

By: _____
Brian J. Davis, Esq.
Attorney for Plaintiff
666 Old Country Road, Suite 300
Garden City, NY 11530
Attorneys for Dennis Spina

WOLLMUTH MAHER & DEUTSCH LLP

By: _____
David H. Wollmuth, Esq. (D V 9618)
500 Fifth Avenue
New York, NY 10110
Attorneys for WQN, INC.

MINTZ & GOLD LLC

By: _____
James McKenney, Esq. (JM 164)
470 Park Avenue South
New York, New York 10016
Attorneys for Mark C. Hotton

SO ORDERED:

_____, USDJ
cc: counsel

CERTIFICATE OF SERVICE

I hereby certify that on the below date, a copy of the foregoing pleading was filed electronically. Notice of this filing will be sent by operation of the Court's electronic filing system to all parties indicated on the electronic filing receipt. All other parties will be served by regular U.S. mail. Parties may access this filing through the Court's electronic filing system.

This the 16th day of May, 2006.

WOLLMUTH MAHER & DEUTSCH LLP

By: /s/ David H. Wollmuth

To: Brian J. Davis, Esq.
SPENCE & DAVIS LLP
666 Old Country Road, Suite 300
Garden City, NY 11530

Attorneys for Plaintiff Dennis Spina

Philip R. Schatz, Esq.
WROBEL & SCHATZ LLP
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New York, NY 10018

Attorneys for Defendants, Interpleader Plaintiffs and Third-Party Plaintiffs
Cross Country Capital Partners, L.P. and E. Denton Jones

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470 Park Avenue South
New York, NY 10016

Attorneys for Interpleader Defendant and Third-Party Defendant Mark Hottor

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May 16, 2006

VIA FACSIMILE

Monica Shah
Law Clerk to the Honorable Allyne R. Ross
United States District Court
Eastern District of New York
225 Cadman Plaza East
Brooklyn, NY 11201

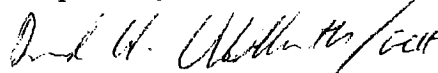
RE: Spina v. Jones, et al., Civil Action No. 06-CV-818 (ARR) - Interpleader

Dear Ms. Shah:

This office represents interpleader defendant WQN, Inc. ("WQN") in the above titled action. Enclosed, please find a courtesy copy of the Order and Stipulation for Judge Ross' signature regarding the release of monies currently being held by the Court's Financial Department in this action. A Copy of the Order and Stipulation has already been filed electronically via ECF. Please note that while the Parties are still finalizing the last few items with respect to their Settlement Agreement, the Parties have consented to the filing of the enclosed Order and Stipulation. Furthermore, our Firm will hold the disbursed funds in our Client Escrow Account pending final execution of the Settlement Agreement.

Should the Court have any questions, my colleagues and I shall make ourselves available at the Court's convenience.

Respectfully Submitted,



David H. Wollmuth

Enclosures

cc: Brian J. Davis, Esq.
Philip R. Schatz, Esq.
James McKenny, Esq.

The parties further stipulate and agree that this Order and Stipulation can be executed in counterparts, each of which shall be deemed an original, and that a faxed signature shall be deemed an original for purposes of this Order and Stipulation.

Dated: New York, New York
May 16, 2006

WROBEL & SCHATZ LLP

By: _____
Philip R. Schatz (PS 6158)
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By: _____
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Attorneys for Dennis Spina

WOLLMUTH MAHER & DEUTSCH LLP

By: _____
David H. Wollmuth, Esq. (DW 9618)
500 Fifth Avenue
New York, NY 10110
Attorneys for WQN, INC.

MINTZ & GOLD LLC

By: _____
James McKenney, Esq. (JM 6164)
470 Park Avenue South
New York, New York 10016
Attorneys for Mark C. Hotton

SO ORDERED:

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WOLLMUTH MAHER & DEUTSCH LLP

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Attorneys for Mark C. Hutton

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Attorneys for WQN, INC.

MINTZ & GOLD LLC

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James McKenney, Esq. (JM 16164)
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New York, New York 10016
Attorneys for Mark C. Hotton

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